

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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PureSky US Services LLC*

In re:

Powin, LLC, *et al.*,

Debtors.

Chapter 11

Case No. 25-16137 (MBK)

Judge: Michael B. Kaplan

(Jointly Administered)

**JOINDER OF AMP SOLAR US SERVICES LLC, N/K/A PURESKY US SERVICES LLC
TO LIMITED OBJECTION AND RESERVATION OF RIGHTS OF AD HOC
CUSTOMER GROUP TO DEBTORS' PROPOSED SALE
Related To Docket No. 608 and 620**

AMP Solar US Services LLC, n/k/a PureSky US Services LLC (“PureSky”), by and through its undersigned counsel, hereby joins in, adopts, and incorporates as if fully set forth herein (the “Joinder”) of all the legal arguments set forth in the *Limited Objection and Reservation of Rights of Ad Hoc Customer Group to Debtors' Proposed Sale* [Dkt. No. 620] (the “Objection”) and in support thereof, respectfully submits as follows:

1. PureSky has one executory contract with the Debtor, Powin for the acquisition and servicing of one battery storage and energy management installation, and eight (8) built out facilities for which it has contracts with the Debtor for software and energy system management services.

2. Similar to the members of the Ad Hoc Customers Group, PureSky supports the Debtors' proposed sale to FlexGen,. However, the "potential assumption" of PureSky's executory contracts leaves open the possibility that one or more of those contracts would not be assumed. Under those contracts, PureSky is the licensee of certain intellectual property rights in software needed to efficiently run and manage its solar power installation, which in turn supply power to utility companies serving the public need.

3. As stated by the Ad Hoc Customers Group, each licensee has ongoing rights in the event of contract rejection under Bankruptcy Code section 365(n). Any lack of clarity in the statute was resolved by the Supreme Court in *Mission Products Holdings, Inc. v. Tempnology, LLC nka Old Cold LLC* 139 S. Ct. 1652 (2019).

4. Accordingly, PureSky requests modification of the *Proposed Orders Approving Sales* [Docket No. 608] which included the Proposed Order (I) *Authorizing the Debtors to Enter into and Perform under the FlexGen Power Systems, LLC Asset Purchase Agreement*, (II) *Approving the Sale of Purchased Assets Free and Clear of all Liens, Claims, Encumbrances, and Interests*, (III) *Authorizing the Assumption and Assignment of the Assumed Contracts to Purchaser and Establishing Cure Amounts Related Thereto in Accordance with the Assumption and Assignment Procedures*, and (IV) *Granting Related Relief* [Docket No. 608-1] (the "Proposed Sale Order") such that the sale and assignment "free and clear" of all interests language cannot be construed to termination of licensee rights.

5. PureSky reserves all other rights and remedies.

WHEREFORE, PureSky respectfully requests that this Court (a) grant PureSky the relief consistent with this joinder to the Ad Hoc Customer Group's limited objection, (ii) to the extent necessary, condition approval of the sale and assignment to FlexGen upon recognition of ongoing licensee rights consistent with Section 365(n) and (b) grant such other and further relief as may be just and proper.

Dated: August 5, 2025

Respectfully submitted,

FOLEY & LARDNER, LLP

/s/ Anne B. Sekel

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*Attorneys for AMP Solar US Services LLC, n/k/a
PureSky Services US LLC*

CERTIFICATE OF SERVICE

I do hereby certify that on August 5, 2025, a true and correct copy of the foregoing document was served via CM/ECF to all parties authorized to receive electronic notice in this case.

/s/ Anne B. Sekel
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